



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014, as amended]

Dated: 12th August, 2025

To,
The Chairman of the Annual General Meeting
M/s. SAKSOFT LIMITED,
Global Infocity Park, Block A, 2nd floor,
#40, Dr MGR Salai, Kandanchavadi,
Perungudi, Chennai – 600 096.

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting pursuant to the provisions of Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and amendments thereto and in accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the 26th Annual General Meeting of M/s. Saksoft Limited, held on 08th August, 2025 Friday at 10:30 A.M through video conferencing ('VC') / other audio visual means ('OAVM').

We, V Suresh Associates, Practising Company Secretaries, have been appointed by the Board of Directors of M/s. Saksoft Limited (the "Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and ascertaining the requisite majority, on the resolutions contained in the Notice dated 26th May 2025 issued in accordance with General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 Circular No 3/2022 dated May 5, 2022 and General Circular No. 11/2022 dated December 28, 2022, Circular No. 09/2023 dated September 25, 2023 and 09/2024 dated September 19, 2024 issued by Ministry of Corporate Affairs (MCA), Government of India (hereinafter referred to as "MCA Circulars") and the SEBI vide its Circular No. SEBI /HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/ HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 05, 2023, SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 and October 03, 2024 issued by the Securities and Exchange Board of India (referred to as 'SEBI Circulars'), Government of India, for the 26th Annual General Meeting (AGM) of the members of the Company, held on 08th August 2025, Friday at 10.30 A.M through video conferencing ('VC') / other audio visual means ('OAVM').



We were also appointed as Scrutinizer to scrutinize the remote e-voting process during the said Annual General Meeting.

The Notice dated 26th May 2025, was sent to the shareholders in respect of the below mentioned resolutions passed at the 26th Annual General Meeting of the Company through electronic mode to those Members whose email addresses are registered with the Company/Depositories, in compliance with the aforesaid MCA & SEBI Circulars.

The Public Advertisement with respect to dispatch of Notices and conducting of voting through electronic means was issued in English newspaper "Business Standard" and "Trinity Mirror" and in a vernacular newspaper "Makkal Kural" edition on Dated 17th July 2025.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and the Rules relating to voting through electronic means on the resolutions contained in the Notice of 26th Annual General Meeting of the members of the Company. Our responsibility as a Scrutinizer for the e-voting process is restricted to presenting a Scrutinizer's Report on the votes cast "in favour" or "against" or "abstained", in respect of the resolutions stated below, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited ("CDSL"), the authorized agency to provide e-voting facilities, engaged by the Company.

The e-voting period remained open from Monday, 04th August, 2025 (9.00 A.M. IST) to Thursday, 07th August, 2025 (5.00 P.M. IST) (both days inclusive).

The votes cast under remote and venue e-voting facility were thereafter unblocked in presence of two witnesses who were not in employment of the Company.

The Corporate Members who had participated in the remote e-voting had provided scanned copy of the resolution passed at their Board of Directors Meeting for authorization to exercise their votes through e-voting.

The Company had also provided remote e-voting facility to the shareholders present at the Annual General Meeting through VC / OAVM and who had not cast their vote earlier.

The Members of the Company as on the "cut-off" date i.e. Thursday, July 31, 2025 were entitled to vote on the resolutions (items no. 1 to 7 as set out in the Notice of the 26th Annual General Meeting of the Company.)

After the closure of remote e-voting at the Annual General Meeting, the report on voting done at the Annual General Meeting and the votes cast under remote e-voting facility prior to the Annual General Meeting were unblocked and were counted.

Thereafter, the consolidated results containing, inter alia, list of Equity Shareholders, who voted "for", "against" or "abstained", in respect of the each of the resolutions that were put to vote, were generated from the e-voting website of M/s. Central Depository Services (India) Limited ("CDSL"), (i.e.) <https://www.evotingindia.com> and remote e-voting at the Annual General Meeting, was prepared.



The consolidated results are as follows:

Resolution No 1: Ordinary Business

Ordinary Resolution: *Adoption of the audited Standalone & Consolidated financial statements for the financial year ended March 31, 2025 together with the reports of the Board of Directors' and Auditors' thereon.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	9,53,93,049	211	9,53,78,372	99.98	6	14,677	0.02	-	3,18,736
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	9,53,93,174	212	9,53,78,497	99.98	6	14,677	0.02	-	3,18,736

Resolution No 2: Ordinary Business

Ordinary Resolution: *Declaration of Final Dividend for the financial year 2024-2025, In addition to the Interim dividend paid during the financial year 2024-2025.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	9,57,11,785	215	9,56,97,012	99.98	6	14,773	0.02	-	-
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	9,57,11,910	216	9,56,97,137	99.98	6	14,773	0.02	-	-



Resolution No 3: Ordinary Business

Ordinary Resolution: *Appointment Ms. Kanika Krishna (DIN: 06954593), as director, liable to retire by rotation, and being eligible, offers herself for re-appointment.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	9,57,11,725	207	9,54,47,202	99.72	12	2,64,523	0.28	-	60
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	9,57,11,850	208	9,54,47,327	99.72	12	2,64,523	0.28	-	60

Resolution No 4: Special Business

Special Resolution: *Re-Appointment of Mr. Aditya Krishna as the Chairman and Managing Director (DIN: 00031345) of the Company.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A) %		
Remote E-voting	6,79,28,725	205	6,79,06,888	99.97	12	21,837	0.03	2,77,83,000	60
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	6,79,28,850	206	6,79,07,013	99.97	12	21,837	0.03	2,77,83,000	60



Resolution No 5: Special Business

Ordinary Resolution: *Re-Appointment of M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company for the period FY 2025-26 to FY 2029-30.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	9,57,11,725	208	9,57,08,478	99.99	11	3,247	0.01	-	60
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	9,57,11,850	209	9,57,08,603	99.99	11	3,247	0.01	-	60

Resolution No 6: Special Business

Ordinary Resolution: *consider and approve remuneration payable to Ms. Asmita Krishna who has been appointed to an office or place of profit.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	73,32,163	172	50,93,266	69.46	42	22,38,897	30.54	8,83,79,562	60
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	73,32,288	173	50,93,391	69.46	42	22,38,897	30.54	8,83,79,562	60



Resolution No 7: Special Business

Ordinary Resolution: *consider and approve remuneration payable to Mr. Skanda Ramesh Haritha who has been appointed to an office or place of profit.*

Voting Method	Total Valid Votes (A)	Votes in favour of the resolution			Votes against the resolution			Invalid Votes	Abstained Votes
		No. of folios	No. of Shares (B)	% of total number of valid votes cast (B/A)%	No. of folios	No. of Shares (C)	% of total number of valid votes cast (C/A)%		
Remote E-voting	73,32,163	175	50,93,516	69.47	40	22,38,647	30.53	8,83,79,562	60
E-voting at AGM	125	1	125	100.00	-	-	-	-	-
TOTAL	73,32,288	176	50,93,641	69.47	40	22,38,647	30.53	8,83,79,562	60

All the resolutions have been passed with requisite majority.

Thanking you,
Yours Faithfully,
For V Suresh Associates



V Suresh
Senior Partner
Practising Company Secretaries
Membership No. 2969
CP No. 6032
UDIN: F002969G000989427

